

**UNITED STATES BANKRUPTCY COURT**

**SOUTHERN DISTRICT OF NEW YORK**

-----x Chapter 11  
In re: Case No. 18-23538 (RDD)  
SEARS HOLDINGS CORPORATION, et al. (Jointly Administered)  
Debtors

-----x  
**JOINDER BY DART WAREHOUSE CORPORATION AND DEDEAUX INLAND  
EMPIRE PROPERTIES IN OBJECTION OF VARIOUS LANDLORDS TO NOTICES  
OF FILING OF REVISED PROPOSED ORDER (I) APPROVING THE ASSET  
PURCHASE AGREEMENT AMONG SELLERS AND BUYER, (II) AUTHORIZING  
THE SALE OF CERTAIN OF THE DEBTORS' ASSETS FREE AND CLEAR OF LIENS,  
CLAIMS, INTERESTS AND ENCUMBRANCES, (III) AUTHORIZING THE  
ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS, AND  
LEASES IN CONNECTION THEREWITH AND (IV) GRANTING RELATED RELIEF**

DART Warehouse Corporation and Dedeaux Inland Empire Properties (collectively  
“DART Warehouse”), by its undersigned counsel, hereby Joins in Objection of Various  
Landlords as stated in Docket Numbers 2380 and 2380-1 to the *Notice of Filing Revised  
Proposed Order (I) Approving the Asset Purchase Agreement Among Sellers and Buyer (II)  
Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims,  
Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of Certain  
Executory Contracts and Unexpired Leases in Connection Therewith and (IV) Granting Related  
Relief* [Docket No. 2332] (the “First Revised Proposed Sale Order”) and the *Notice of Filing  
Second Revised Proposed Order (I) Approving the Asset Purchase Agreement Among Sellers  
and Buyer (II) Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens,  
Claims, Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of*

*Certain Executory Contracts and Unexpired Leases in Connection Therewith and (IV) Granting Related Relief* [Docket No. 2378] (the “Second Revised Proposed Sale Order”).cure amount (the “Cure Objection”).

**CONCLUSION**

WHEREFORE, the DART Warehouse Corporation and Dedeaux Inland Empire Properties respectfully request that the Court (i) if the Court approves the proposed sale of substantially all of the Debtors’ business assets to the Buyer, any order approving the sale incorporate the changes outlined in the Landlords’ Proposed Sale Order and (ii) grant to the Landlords such other and further relief as is just and appropriate.

Dated: February 4, 2019  
San Diego, CA

LAW OFFICE OF WILLIAM P. FENNELL, APLC

By: /s/William P. Fennell  
William P. Fennell, Esq.  
401 West A Street, Suite 1800  
San Diego, CA 92101  
Telephone: (619) 325-1560  
Facsimile: (619) 325-1558  
Email: [william.fennell@fennelllaw.com](mailto:william.fennell@fennelllaw.com)

*Attorneys for Dedeaux Inland Empire Properties and  
DART Warehouse Corp.*